

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

CHICKEN SOUP FOR THE SOUL
ENTERTAINMENT INC., *et al.*,¹

Debtors.

Chapter 11

Case No. 24-11442 (TMH)

(Jointly Administered)

**THIRD AMENDED² NOTICE OF AGENDA FOR HEARING
SCHEDULED FOR JULY 3, 2024 AT 11:00 A.M. (PREVAILING EASTERN
TIME), BEFORE THE HONORABLE THOMAS M. HORAN AT THE
UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT
OF DELAWARE, LOCATED AT 824 NORTH MARKET STREET,
3RD FLOOR, WILMINGTON, DELAWARE 19801**

This proceeding will be held remotely via Zoom. Please refer to Judge Horan's Chambers Procedures and the Court's website (<https://www.deb.uscourts.gov/ecourt-appearances>) for information on who may participate remotely, the method of allowed participation (video or audio), Judge Horan's expectations of remote participants, and the advance registration requirements. Registration is required by July 3, 2024 at 10:00 a.m. (Eastern time) unless otherwise noticed using the [eCourtAppearances](#) tool. **YOU MUST USE YOUR FULL NAME WHEN LOGGING INTO ZOOM OR YOU WILL NOT BE ALLOWED INTO THE MEETING.**

VOLUNTARY PETITIONS

1. 757 Film Acquisition LLC [(Case No. 24-11443) ([Docket No. 1](#); filed June 28, 2024)]
2. Chicken Soup for the Soul Entertainment Inc. [(Case No. 24-11442) ([Docket No. 1](#); filed June 28, 2024)]

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number (where applicable), are: 757 Film Acquisition LLC (4300); Chicken Soup for the Soul Entertainment Inc. (0811); Chicken Soup for the Soul Studios, LLC (9993); Chicken Soup for the Soul Television Group, LLC; Crackle Plus, LLC (9379); CSS AVOD Inc. (4038); CSSESIG, LLC (7150); Digital Media Enterprises LLC; Halcyon Studios, LLC (3312); Halcyon Television, LLC (9873); Landmark Studio Group LLC (3671); Locomotive Global, Inc. (2094); Pivotshare, Inc. (2165); RB Second Merger Sub LLC (0754); Redbox Automated Retail, LLC (0436); Redbox Entertainment, LLC (7085); Redbox Holdings, LLC (7338); Redbox Incentives LLC (1123); Redwood Intermediate, LLC (2733); Screen Media Films, LLC; Screen Media Ventures, LLC (2466); and TOFG LLC (0508). The Debtors' corporate headquarters and service address is 132 East Putnam Avenue, Floor 2W, Cos Cob, CT 06807.

² Items amended to the agenda have been marked in bold.

3. Chicken Soup For The Soul Studios, LLC [(Case No. 24-11444) ([Docket No. 1](#); filed June 28, 2024)]
4. Chicken Soup For The Soul Television Group, LLC [(Case No. 24-11445) ([Docket No. 1](#); filed June 28, 2024)]
5. Crackle Plus, LLC [(Case No. 24-11446) ([Docket No. 1](#); filed June 28, 2024)]
6. CSS Avod Inc. [(Case No. 24-11447) ([Docket No. 1](#); filed June 28, 2024)]
7. CSSESIG, LLC [(Case No. 24-11448) ([Docket No. 1](#); filed June 28, 2024)]
8. Digital Media Enterprises LLC [(Case No. 24-11449) ([Docket No. 1](#); filed June 28, 2024)]
9. Halcyon Studios, LLC [(Case No. 24-11450) ([Docket No. 1](#); filed June 28, 2024)]
10. Halcyon Television, LLC [(Case No. 24-11451) ([Docket No. 1](#); filed June 28, 2024)]
11. Landmark Studio Group LLC [(Case No. 24-11452) ([Docket No. 1](#); filed June 28, 2024)]
12. Locomotive Global, Inc. [(Case No. 24-11453) ([Docket No. 1](#); filed June 28, 2024)]
13. Pivotshare, Inc. [(Case No. 24-11454) ([Docket No. 1](#); filed June 28, 2024)]
14. RB Second Merger Sub LLC [(Case No. 24-11455) ([Docket No. 1](#); filed June 28, 2024)]
15. Redbox Automated Retail, LLC [(Case No. 24-11456) ([Docket No. 1](#); filed June 28, 2024)]
16. Redbox Entertainment, LLC [(Case No. 24-11457) ([Docket No. 1](#); filed June 28, 2024)]
17. Redbox Holdings, LLC [(Case No. 24-11458) ([Docket No. 1](#); filed June 28, 2024)]
18. Redbox Incentives LLC [(Case No. 24-11459) ([Docket No. 1](#); filed June 28, 2024)]
19. Redwood Intermediate, LLC [(Case No. 24-11460) ([Docket No. 1](#); filed June 28, 2024)]
20. Screen Media Films, LLC [(Case No. 24-11462) ([Docket No. 1](#); filed June 28, 2024)]
21. Screen Media Ventures, LLC [(Case No. 24-11461) ([Docket No. 1](#); filed June 28, 2024)]
22. TOFG LLC [(Case No. 24-11463) ([Docket No. 1](#); filed June 28, 2024)]

MATTERS GOING FORWARD

1. Motion to Extend Deadline to File Schedules or Provide Required Information [[Docket No. 2](#); filed June 28, 2024]

Responses Received: None.

Related Documents:

- A. Declaration of William J. Rouhana, Jr., Chairman of the Board, in Support of Debtors' Chapter 11 Petitions and First Day Motions [[Docket No. 7](#); filed June 28, 2024]
- B. Notice of Filing of Chapter 11 Petitions and Related Motions and Declarations [[Docket No. 11](#); filed June 29, 2024]

Status: This matter will go forward.

2. Motion for Entry of Interim and Final Orders (I) Authorizing Debtors to (A) Pay Prepetition Wages, Salaries, Reimbursable Expenses, and Other Obligations on Account of Compensation and Benefits Programs and (B) Continue Compensation and Benefits Programs; and (II) Granting Related Relief [[Docket No. 3](#); filed June 28, 2024]

Responses Received:

- A. HPS Investment Partners, LLCs Omnibus Objection to the Debtors' DIP Motion, Cash Management Motion, Management Services Fee Motion, and Wages Motion [[Docket No. 28](#), filed July 1, 2024]

Related Documents:

- A. Declaration of William J. Rouhana, Jr., Chairman of the Board, in Support of Debtors' Chapter 11 Petitions and First Day Motions [[Docket No. 7](#); filed June 28, 2024]
- B. Notice of Filing of Chapter 11 Petitions and Related Motions and Declarations [[Docket No. 11](#); filed June 29, 2024]
- C. **Interim Order (I) Authorizing Debtors to (A) Pay Prepetition Wages, Salaries, Reimbursable Expenses, and Other Obligations on Account of Compensation and Benefits Programs and (B) Continue Compensation and Benefits Programs; and (II) Granting Related Relief [[Docket No. 75](#); entered 7/2/2024]**

Status: **The Order has been entered.**

3. Motion for Entry of Interim and Final Orders (I) Authorizing Continued Use of Existing Cash Management System, Bank Accounts, and Business Forms and Payment of Related Prepetition Obligations; (II) Waiving the Requirements of 11 U.S.C. §345(b); (III)

Authorizing Continued Performance of Intercompany Transfers; and (IV) Granting Related Relief [[Docket No. 4](#); filed June 28, 2024]

Responses Received:

- A. HPS Investment Partners, LLCs Omnibus Objection to the Debtors' DIP Motion, Cash Management Motion, Management Services Fee Motion, and Wages Motion [[Docket No. 28](#), filed July 1, 2024]

Related Documents:

- A. Declaration of William J. Rouhana, Jr., Chairman of the Board, in Support of Debtors' Chapter 11 Petitions and First Day Motions [[Docket No. 7](#); filed June 28, 2024]
- B. Notice of Filing of Chapter 11 Petitions and Related Motions and Declarations [[Docket No. 11](#); filed June 29, 2024]

Status: This matter will go forward.

- 4. Motion for Entry of An Order (I) Authorizing The Debtors To (A) File a Consolidated List of Creditors in Lieu of Submitting a Separate Mailing Matrix for Each Debtor, (B) File a Consolidated List of the Debtors Thirty Largest Unsecured Creditors, and (C) Redact or Withhold Publication of Certain Personally Identifiable Information, (II) Extending the Time for the Debtors to File a Consolidated List of Creditors; (III) Approving the Master Service List, (IV) Waiving Requirement to File the List Of Equity Holders, and (V) Granting Related Relief [[Docket No. 5](#); filed June 28, 2024]

Responses Received: None.

Related Documents:

- A. Declaration of William J. Rouhana, Jr., Chairman of the Board, in Support of Debtors' Chapter 11 Petitions and First Day Motions [[Docket No. 7](#); filed June 28, 2024]
- B. Notice of Filing of Chapter 11 Petitions and Related Motions and Declarations [[Docket No. 11](#); filed June 29, 2024]

Status: This matter will go forward.

- 5. Motion for Joint Administration [[Docket No. 6](#); filed June 28, 2024]

Responses Received: None.

Related Documents:

- A. Declaration of William J. Rouhana, Jr., Chairman of the Board, in Support

of Debtors' Chapter 11 Petitions and First Day Motions [[Docket No.7](#); filed June 28, 2024]

- B. Notice of Filing of Chapter 11 Petitions and Related Motions and Declarations [[Docket No. 11](#); filed June 29, 2024]
- C. **Order Authorizing Joint Administration of the Debtors' Chapter 11 Cases** [[Docket No. 73](#); entered 7/2/2024]

Status: **The Order has been entered.**

- 6. Motion for Entry of Interim and Final Orders Under 11 U.S.C. §§ 105, 361, 362, 363 and 364 (I) Authorizing the Debtors, on a Final and Interim Basis, to (A) Obtain Post-Petition Financing, (B) Grant Liens And Superpriority Administrative Expense Claims To Post-Petition Lenders, And (C) Utilize Cash Collateral; (II) Providing Adequate Protection To The Pre-Petition Secured Parties; (III) Modifying the Automatic Stay; (IV) Granting Related Relief, Pursuant to 11 U.S.C. Sections 105, 361, 362, 363, 364 And 507; and (V) Scheduling a Final Hearing Pursuant to Bankruptcy Rule 4001 and Local Rule 4001-2; and (VI) Granting Related Relief [[Docket No.8](#); filed June 29, 2024]

Responses Received:

- A. Preliminary Objection of Cedar Advance LLC to Debtors' Motion for Authority to Use Cash Collateral [[Docket No. 27](#), filed July 1, 2024]
- B. HPS Investment Partners, LLCs Omnibus Objection to the Debtors' DIP Motion, Cash Management Motion, Management Services Fee Motion, and Wages Motion [[Docket No. 28](#), filed July 1, 2024]
- C. Objection of MidCap Financial Trust to Debtors Motion for Entry of Interim and Final Orders Under 11 USC §§ 105, 361, 362, 363 and 364 (I) Authorizing the Debtors, on a Final and Interim Basis, to (A) Obtain Post-Petition Financing, (B) Grant Liens and Superpriority Administrative Expense Claims to Post Petition Lenders, and (C) Utilize Cash Collateral; (II) Providing Adequate Protection to the Pre-Petition Secured Parties; (III) Modifying the Automatic Stay; (IV) Granting Related Relief Pursuant to 11 U.S.C. §§ 105, 361, 362, 363, 364 and 507; and (V) Scheduling a Final Hearing Pursuant to Bankruptcy Rule 4001 and Local Rule 4001-2; and (VI) Granting Related Relief [[Docket No. 43](#); filed July 1, 2024]
- D. Limited Objection and Reservation of Rights to Debtors' DIP / Cash Collateral Motion Filed by Directors Guild of America, Inc., Directors Guild of America-Producer Pension and Health Plans, Motion Picture Industry Pension and Health Plans, Screen Actors Guild American Federation of Television and Radio Artists, Screen Actors Guild-Producers Pension Plan and SAG-AFTRA Health Plan, Writers Guild of America, West, Inc., Writers Guild-Industry Health Fund and Producer-Writers Guild of America Pension Plan [[Docket No. 58](#); filed July 1, 2024]

- E. **Notice of Filing of Revised Proposed Interim Order (I) Authorizing the Debtors to (A) Obtain Postpetition Financing, (B) Use Cash Collateral, and (C) Grant Liens and Superpriority Administrative Expense Claims, (II) Granting Adequate Protection to Certain Prepetition Secured Parties, (III) Modifying the Automatic Stay, (IV) Scheduling a Final Hearing, and (V) Granting Related Relief** [[Docket No. 77](#), file July 3, 2024]

Related Documents:

- A. Declaration of William J. Rouhana, Jr., Chairman of the Board, in Support of Debtors' Chapter 11 Petitions and First Day Motions [[Docket No. 7](#); filed June 28, 2024]
- B. Notice of Filing of Chapter 11 Petitions and Related Motions and Declarations [[Docket No. 11](#); filed June 29, 2024]

Status: This matter will go forward.

7. Application for Entry an Order (I) Approving the Retention and Appointment of Kroll Restructuring Administration LLC as the Claims and Noticing Agent Effective as of the Petition Date, and (II) Granting Related Relief [[Docket No. 9](#); filed June 29, 2024]

Responses Received: None.

Related Documents:

- A. Declaration of William J. Rouhana, Jr., Chairman of the Board, in Support of Debtors' Chapter 11 Petitions and First Day Motions [[Docket No. 7](#); filed June 28, 2024]
- B. Notice of Filing of Chapter 11 Petitions and Related Motions and Declarations [[Docket No. 11](#); filed June 29, 2024]

Status: This matter will go forward.

8. Debtors Motion for Entry of Interim and Final Orders Authorizing the Debtors to Continue Ordinary Course Business Relationship Under Management Services Agreement and License Agreement with Parent Company [[Docket No. 10](#); filed June 29, 2024]

Responses Received:

- A. HPS Investment Partners, LLCs Omnibus Objection to the Debtors' DIP Motion, Cash Management Motion, Management Services Fee Motion, and Wages Motion [[Docket No. 28](#), filed July 1, 2024]

Related Documents:

- A. Declaration of William J. Rouhana, Jr., Chairman of the Board, in Support of Debtors' Chapter 11 Petitions and First Day Motions [[Docket No.7](#); filed June 28, 2024]
- B. Notice of Filing of Chapter 11 Petitions and Related Motions and Declarations [[Docket No. 11](#); filed June 29, 2024]

Status: This matter will go forward.

OTHER MATTERS

- 9. Motion of HPS Investment Partners, LLC to (I) Reconstitute the Debtors Board of Directors and Strategic Review Committees, or, in the Alternative, (II) Appoint a Chapter 11 Trustee, or, in the Alternative, (III) Convert the Chapter 11 Cases to Chapter 7 Liquidation [[Docket No. 29](#); filed July 1, 2024]

Responses Received: None.

Related Documents:

- A. HPS Investment Partners, LLCs Motion for Entry of an Order Shortening Notice and Objection Periods with Respect to HPS Partners LLSs Motion to (I) Reconstitute the Debtors' Boards of Directors and Strategic Review Committees, or, in the Alternative, (II) Appoint a Chapter 11 Trustee, or, in the Alternative, (III) Convert the Chapter 11 Cases to Chapter 7 Liquidation [[Docket No. 30](#); filed July 1, 2024]
- B. Debtors' Objection to Motion to Shorten Notice on HPS Partners LLC's Motion to (i) Reconstitute the Debtors' Boards of Directors and Strategic Review Committees, or, in the Alternative, (ii) Appoint a Chapter 11 Trustee, or, in the Alternative, (iii) Convert the Chapter 11 Cases to Chapter 7 Liquidation [[Docket No. 64](#); filed July 2, 2024]
- C. **Response of William Rouhana to Motion to Shorten Notice on HPS Partners LLC's Motion to (I) Reconstitute the Debtors' Boards of Directors and Strategic Review Committees, or, in the Alternative, (II) Appoint a Chapter 11 Trustee, or in the Alternative, (III) Convert the Chapter 11 Cases to Chapter 7 Liquidation [[Docket No. 72](#); filed July 2, 2024]**

Status: This matter will go forward subject to the approval of the Motion and Motion to Shorten Notice.

Dated: July 3, 2024
Wilmington, Delaware

ASHBY & GEDDES, P.A.

/s/ Ricardo Palacio

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